

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

HONEYWELL INTERNATIONAL INC.)	
and HONEYWELL INTELLECTUAL)	
PROPERTIES INC.,)	
)	
Plaintiffs,)	
)	C.A. No. 04-1338-KAJ
v.)	(Consolidated)
)	
APPLE COMPUTER, INC., et al.,)	
)	
Defendants.)	

**HONEYWELL'S OPPOSITION TO MOTION OF BOE HYDIS' COUNSEL
TO WITHDRAW THEIR APPEARANCE**

Honeywell opposes the motion filed by Potter Anderson & Corroon and Baker & McKenzie LLP to withdraw their respective representation of BOE Hydys.

Honeywell objects to the instant motion because it would leave the status of Honeywell's claims against BOE Hydys uncertain. The motion is based on two facts: (1) BOE Hydys has failed to pay its attorneys' fees, and (2) BOE Hydys has filed some type of bankruptcy proceeding in Korea. However, the requested withdrawal leaves too much uncertainty about what will happen to Honeywell's claims if this Court permits counsel to withdraw. First, there has been no arrangement for substitute counsel to represent BOE Hydys in this case. Second, notwithstanding BOE Hydys' purported Korean bankruptcy proceeding, there has been no filing in this Court regarding any notice or suggestion of bankruptcy -- the nature of that proceeding is simply unknown. Third, the withdrawal provides no indication of how Honeywell's action will proceed against BOE Hydys or whether, instead, it should be stayed. Therefore, under these circumstances, Honeywell opposes the motion to withdraw.

If the Court considers granting the motion, Honeywell respectfully requests that the following conditions be required before Potter Anderson & Corroon and Baker & McKenzie LLP be allowed to withdraw:

1. Current counsel will provide Honeywell with contact information for BOE Hydys' replacement counsel;
2. Current counsel will file in this Court the appropriate documents reflecting the Korean bankruptcy-equivalent proceeding to inform Honeywell and the Court of the nature of the proceeding; and
3. Current counsel will submit a definitive plan for keeping the case moving forward against BOE Hydys or, if BOE Hydys seeks to be stayed or removed from this proceeding as a defendant, the Court should lift the stay with respect to BOE Hydys' customers.

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/s/ Thomas C. Grimm

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October 27, 2006

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CERTIFICATE OF SERVICE

I hereby certify that on October 27, 2006, I electronically filed the foregoing document with the Clerk of Court using CM/ECF, which will send notification of such filing to the following: John R. Alison, Parker H. Bagley, Robert J. Benson, Robert Karl Beste, III, Elizabeth L. Brann, Christopher E. Chalsen, Hua Chen, Jay C. Chiu, Arthur G. Connolly, III, Frederick L. Cottrell, III, Francis DiGiovanni, Thomas M. Dunham, Kevin C. Ecker, Amy Elizabeth Evans, York M. Faulkner, Maxwell A. Fox, Terry D. Garnett, Christopher J. Gaspar, Alexander E. Gasser, Alan M. Grimaldi, Thomas C. Grimm, Thomas Lee Halkowski, Angie Hankins, Richard L. Horwitz, Dan C. Hu, John T. Johnson, Robert J. Katzenstein, Nelson M. Kee, Richard D. Kelly, Matthew W. King, Stephen S. Korniczky, Gary William Lipkin, Hamilton Loeb, Robert Maier, David J. Margules, David Ellis Moore, Carolyn E. Morris, Arthur I. Neustadt, Elizabeth A. Niemeyer, Kevin M. O'Brien, Andrew M. Ollis, Karen L. Pascale, Adam Wyatt Poff, Leslie A. Polizoti, Alana A. Prills, Steven J. Rizzi, Lawrence Rosenthal, Avelyn M. Ross, Philip A. Rovner, Diana M. Sangelli, Robert C. Scheinfeld, Carl E. Schlier, Chad Michael Shandler, John W. Shaw, Matthew W. Siegal, Neil P. Sirota, Monte Terrell Squire, William J. Wade, Peter J. Wied, Roderick B. Williams, Vincent K. Yip, Edward R. Yoches.

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